

# UNOFFICIAL COPY

File Number 5466-807-4 4 9 1 5 87309155

## STATE OF ILLINOIS

OFFICE OF  
THE SECRETARY OF STATE



Property of Cook County Clerk's Office

87309155

**Whereas,** ARTICLES OF INCORPORATION OF WINDOW-TECH, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984

*Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** I hereto set my hand and cause to

be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 19TH

day of MAY AD 19 87 and

of the Independence of the United States

the two hundred and 11TH



*Jim Edgar*  
SECRETARY OF STATE

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JIM EDGAR  
Secretary of State  
State of Illinois

ARTICLES OF INCORPORATION

*Submit in Duplicate*

Payment must be made by Certified Check, Cashier's Check, Illinois Attorney's Check, Illinois C.P.A.'s Check or Money order, payable to "Secretary of State".

**DO NOT SEND CASH!**

This Space For Use By Secretary of State

Date 5-19-87

License Fee \$ 1.00

Franchise Tax \$ 25.00

Filing Fee \$ 55.00

Clerk *mc* 10/100

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is Window-Tech, Inc.  
*(Shall contain the word "corporation", "company", "incorporated" or an abbreviation thereof.)*

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent Lawrence J. Ptasinski  
*First Name Middle Name Last Name*

Registered Office Suite 424 - Golf Mill Prof. Bldg.  
*Number Street Suite # (A.P.C. Box phone is not acceptable)*

Niles, 60648 Cook  
*City Zip Code County*

ARTICLE THREE The purpose or purposes for which the corporation is organized are:  
*If not sufficient space to cover this point, add one or more sheets of this size*

SEE RIDER ATTACHED hereto and made a part hereof.

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ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
Common	No Par	1000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:  
*If not sufficient space to cover this point, add one or more sheets of this size*

SEE RIDER ATTACHED hereto and made a part hereof.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
Common	No Par	200	\$ 2000.00
			\$
			\$
			\$
TOTAL			\$ 2000.00

\* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

File No. \_\_\_\_\_

ARTICLES OF INCORPORATION  
**FILED**

MAY 19 1987

JIM EDGAR  
SECRETARY OF STATE

FEE SCHEDULE

The following fees are required to be paid at the time of issuing the Certificate of Incorporation:  
FILING FEE \$75.00; INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (See Art. 5); MINIMUM \$4.00; INITIAL FRANCHISE TAX of 1/10 of 1% of the consideration to be received for initial issued shares (see Art. 5); MINIMUM \$25.00.

EXAMPLES OF TOTAL DUE

Consideration to be Received	TOTAL Due*
up to \$1,000	\$100.50
\$ 5,000	\$102.50
\$ 10,000	\$105.00
\$ 25,000	\$112.50
\$ 50,000	\$150.00
\$100,000	\$225.00

\*Includes Filing Fee + License Fee + Franchise Tax

RETURN TO:

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone: (217) 782-6961

17  
100  
MAIL

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(Signatures must be in ink on original document. Carbon copy, xerox or rubber stamp signatures may not be used on confirmed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the Secretary shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant

No.	Signatures and Names	Signature	Name (please print)	City/Town	State	Street	City/Town	State	Zip
1.	<i>Timothy J. Becker</i> Timothy J. Becker	<i>[Signature]</i>	Timothy J. Becker	Northbrook, IL	60062	1037 Shermer Rd.			
2.									
3.									

DEPT-01 RECORDING \$14.25  
#5379 \* \* \* 07-309155  
COOK COUNTY RECORDER

Dated May 13, 1987  
The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

NAMES & ADDRESSES OF INCORPORATORS

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual, etc.

ARTICLE EIGHT OTHER PROVISIONS

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_
- (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

ARTICLE SEVEN OPTIONAL

The number of directors constituting the initial board of directors of the corporation is \_\_\_\_\_ and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:  
Name \_\_\_\_\_  
Residential Address \_\_\_\_\_

ARTICLE SIX OPTIONAL

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PAID  
MAY 19 1987

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RIDER TO ARTICLES OF INCORPORATION FOR WINDOW TECH, INC;  
FORM BCA-2.10

## ARTICLE THREE

The purposes for which the corporation is organized are:

To own and operate a window blind firm engaging in the manufacture, assembly, sale, and design of window blinds and window systems, and to own, acquire, build, sell, buy, mortgage or lease any real or personal property wherever situated within or without the State of Illinois, and to do any and all things incident to, necessary, or convenient in connection with the operation of the said business which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

To acquire, own, use, lease as lessor or lessee, convey and otherwise deal in and with real property and any interest therein.

To buy, sell, franchise, lease, own, use, lease as lessor or lessee, convey and deal in and with goods, wares and merchandise of every class and description and to carry on a general manufacturing and merchandising business.

To engage in any lawful act or activities for which corporations may be organized under the Illinois Business Corporation Act, relative to the foregoing.

## ARTICLE FOUR

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

No holder of any of the shares of common stock of this corporation shall be entitled as of right, to purchase or subscribe for any unissued stock of any class or any additional shares of any class to be issued by any action of the corporation, or any increase of the authorized capital stock of the corporation, or bonds, certificates of indebtedness, debentures, or other securities convertible into stock of the corporation, or carrying a right to purchase stock of any class, and any such unissued stock or such additional authorized issue of stock, or other securities convertible into stock or carrying a right to purchase stock may be issued and disposed of pursuant to a resolution of the Board of Directors, to such persons, firms, corporations, or associations, and upon such terms and conditions as may be deemed advisable by the Board of Directors, in the exercise of its discretion, the intent of this provision being to entirely deny the right of any holder of any shares of common stock of this corporation, to any preemptive right to acquire any additional securities to be issued by the corporation.

All of the common stock of the corporation presently authorized shall be Section 1244 stock, issued pursuant to a Plan within the meaning of Section 1244 of the Internal Revenue Code of the United States, and execution of a subscription agreement by a subscriber shall constitute his agreement to such Plan, which is that the original stated capital of this corporation shall not exceed \$1,000,000.00 and all the shares issued pursuant to said Plan shall be issued not later than two years from the date hereof, or if issued later, shall not be subject to this Plan, and the shares subject to this Plan shall be paid for in cash or property, for no more than a total of \$1,000,000.00.

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MAIL TO:

Lawrence J. Ptacinski & Associates  
Attorneys at Law  
Suite 424 - Gulfstream Prof. Bldg.  
Niles, Illinois 60046  
# 298-8887

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